

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
ORCHARD FARMS METROPOLITAN DISTRICT
HELD
MARCH 1, 2023

A regular meeting of the Board of Directors of the Orchard Farms Metropolitan District (referred to hereafter as the “Board”) was convened on Wednesday, March 1, 2023 at 5:00 p.m. via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

In Attendance were Directors:

Ben Reiter, President
Randall Stutz, Treasurer
Nate Watkins, Assistant Secretary
Ayshan Ibrahim, Assistant Secretary

Brian McNelly, Secretary was absent and excused.

Also in Attendance were:

Celeste Terrell, Lindsay Ross and Alex Clem; CliftonLarsonAllen LLP
 (“CLA”)
Megan Murphy, Esq. General Counsel; White Bear Ankele Tanaka and
Waldron (“WBA”)
Susie Ellis; Community Preservation Specialists, Inc.
Members of the Public

ADMINISTRATIVE
MATTERS

Call to Order: The meeting was called to order at 5:10 p.m.

Quorum & Disclosures: Ms. Murphy reported that disclosures for those Directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State’s Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Ms. Murphy inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Agenda: Following discussion, upon a motion duly made by Director Watkins, seconded by Director Stutz and, upon vote, unanimously carried, the Board approved the agenda, as presented, and excused the absence of Directors McNelly.

Public Comment: None.

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CONSENT
AGENDA

January 4, 2023 Minutes:

Claims Payable in the amount of \$79,719.78:

Services Agreement with BrightView Landscaping for Landscape Maintenance Services:

The Morrison Subdivision Filing No. 1, Amendment No. 5:

Following review and discussion, upon a motion duly made by Director Stutz, seconded by Director Watkins and, upon vote, unanimously carried, the Board approved the consent agenda, as presented.

FACILITIES
MANAGEMENT /
DISTRICT
OPERATIONS

District Manager's Report: Ms. Terrell provided an update to the Board, noting that seven design review requests have been received and approved. Star Playgrounds has been requested to schedule a playground inspection. Ms. Terrell reported the solar light at the mailbox was repaired by Radiant Lighting to replace a dead battery. Ms. Terrell will solicit a second proposal for additional solar lighting at the mailbox. Finally, Ms. Terrell provided an update regarding potential reimbursement for Social Committee expenses.

Committee Reports:

Social Committee: Director Watkins provided an update to the Board. He noted a tentative calendar has been created and newsletters are being send via email and hardcopies to the community. The next event will be on April 8, 2023 for Easter festivities.

Director Watkins reported he is discussing a potential community watch program with the Thornton Police Department and would like information from the police department to be included in the newsletter. Director Watkins will send information to Director Reiter for review before publishing in the newspaper.

Member to Social Committee: Following discussion, upon a motion duly made by Director Watkins, seconded by Director Stutz and, upon vote, unanimously carried, the Board appointed Lisa Couch to the Social Committee.

Landscaping Committee: Director Stutz provided an update to the Board. He directed Ms. Terrell to schedule a spring landscape walk with BrightView Landscaping. Director Stutz provided an update on the medians.

BrightView Proposal for Raised Median Rock in the amount of \$8,667.19: The Board did not approve this proposal.

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BrightView Proposal for Renovation of Raised Medians along 161st in the amount of \$10,700.40: Following discussion, upon a motion duly made by Director Stutz, seconded by Director Ibrahim and, upon vote, unanimously carried, the Board approved the BrightView proposal for renovation of raised medians along 161st in the amount of \$10,700.40, subject to final approval of perennial choices.

Advisory Committee: Director Reiter reported the Advisory Committee is working to schedule a meeting in March.

Covenant Enforcement Report: Ms. Ellis provided a report to the Board.

Other: None.

LEGAL MATTERS

Lennar Tract Acceptance: Ms. Murphy has not heard from Lennar regarding tract acceptance and will continue to follow up.

Amended Design Guidelines: Ms. Murphy reviewed the Amended Design Guidelines with the Board. The Board discussed trees and adding language for unsightly trees. Following discussion, upon a motion duly made by Director Reiter, seconded by Director Stutz and, upon vote, unanimously carried, the Board approved the Amended Design Guidelines as presented.

Collections Services and Proposals: Ms. Murphy reported that WBA is the District's current collections legal counsel, however, they will no longer be providing this service. Ms. Murphy recommended Orten Cavenagh Holmes & Hunt, LLC to provide this service to the District.

Following discussion, upon a motion duly made by Director Stutz, seconded by Director Watkins and, upon vote, unanimously carried, the Board engaged Orten Cavenagh Holmes & Hunt, LLC to provide collections services.

Other: Ms. Murphy provided an update on the May 2, 2023 election, noting that Director McNelly provided his self-nomination form and will be elected by acclamation. The May 2, 2023 election will be cancelled.

FINANCIAL MATTERS

December 31, 2022 Unaudited Financial Statements: Ms. Ross reviewed December 31, 2022 Unaudited Financial Statements with the Board. Following review, upon a motion duly made by Director Reiter, seconded by Director Stutz and, upon vote, unanimously carried, the Board accepted the December 31, 2022 Unaudited Financial Statements.

Debit Card Access for Board Use: Director Watkins requested a District debit card in order to purchase items for the Social Committee. Following discussion, upon a motion duly made by Director Reiter, seconded by

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Director Ibrahim and, upon vote, unanimously carried, the Board approved a debit card provided to Director Watkins for Social Committee usage by setting up a second checking account. A portion of Social Committee funds will be placed into this account as needed, with restrictions to withdraw cash or other ATM functions. All authorized signers will be included on the new checking account.

Other: None.

DIRECTORS'
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Other: Director Watkins reported that the second park is nearly completed and noted that the sign on E. 160th Ave. and York St. needs to be pressure washed after the snow melts. No action was taken.

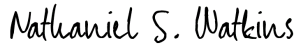
OTHER MATTERS

Other: None.

ADJOURNMENT

There being no further business to come before the Board at this time, following discussion, upon a motion duly made by Director McNelly, seconded by Director Ibrahim and, upon vote, unanimously carried, the Board adjourned the meeting at 6:44 p.m.

Respectfully submitted,

DocuSigned by:

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Secretary for the Meeting

The foregoing minutes were approved on the 3rd day of May 2023.